

**TRAILER TRAIN  
COMPANY .**

300 SOUTH WACKER DRIVE • CHICAGO, ILLINOIS 60606  
(312) 786-1200

October 24, 1978

Mr. Robert L. Oswald  
Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

RECORDATION NO. *9713-A* FILED 1978

OCT 26 1978 -9 21 AM

INTERSTATE COMMERCE COMMISSION

RECEIVED  
OCT 26 9 26 AM '78  
I.C.C.  
FEE OPERATION BR.

Dear Mr. Oswald:

Enclosed for recordation under the provisions of Section 20(c) of the Interstate Commerce Act, as amended, are the original and 7 counterparts each of an Equipment Trust Agreement Supplement No. 1, dated as of October 23, 1978, which supplements the Equipment Trust Agreement dated as of September 15, 1978.

The general description of the railroad rolling stock covered by the Equipment Trust Agreement is set forth in Schedule A attached to this letter and made a part hereof.

The names and addresses of the parties to said Equipment Trust Agreement are as follows:

Company: Trailer Train Company  
300 South Wacker Drive  
Chicago, Illinois 60606

Trustee: Harris Trust and Savings Bank  
111 West Monroe Street  
Chicago, Illinois 60690

The undersigned is the Company named above and has knowledge of the matters set forth in the enclosed documents.

Please return 6 stamped copies of the Equipment Trust Agreement to the undersigned at the above address.

Enclosed is a check in the amount of \$10.00 covering the required recording fee.

Very truly yours,

TRAILER TRAIN COMPANY

*8-299A011*

OCT 26 1978

Date .....

Fee \$ *10*

By *Thomas D. Marion*  
Its Assistant Treasurer

TDM:ph  
Enclosures *SC Washington, D. C*

*Paul Snyder*

*C*

**Interstate Commerce Commission**

**Washington, D.C. 20423**

**10/26/78**

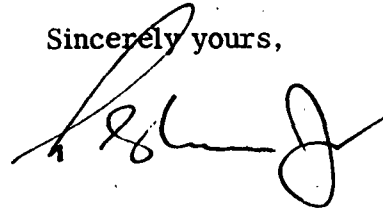
**OFFICE OF THE SECRETARY**

**T.D. Marion  
Assistant Treasurer  
Trailer Train Company  
300 South Wacker Drive  
Chicago, Illinois 60606**

**Dear Sir:**

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on **10/26/78** at **9:30am**,  
and assigned recordation number(s) **9713-A**

Sincerely yours,



**H.G. Homme, Jr.,  
Acting Secretary**

**Enclosure(s)**

**SE-30-T  
(2/78)**

OCT 26 1978 -9 22 AM

## INTERSTATE COMMERCE COMMISSION

EQUIPMENT TRUST AGREEMENT SUPPLEMENT NO. 1 dated as of October 23, 1978, by and between HARRIS TRUST AND SAVINGS BANK, a corporation of the State of Illinois, as Trustee (hereinafter called the Trustee) and TRAILER TRAIN COMPANY, a Delaware corporation (hereinafter called the Company).

WHEREAS the parties hereto have entered into an Equipment Trust Agreement dated as of September 15, 1978 (hereinafter called the Trust Agreement) providing for the sale, transfer and delivery to the Trustee of certain railroad equipment described in Schedule A thereto;

WHEREAS the Trust Agreement has been filed and recorded with the Interstate Commerce Commission pursuant to the requirements of Section 20c of the Interstate Commerce Act on September 25, 1978, at 10:45 a.m., and assigned recordation number 9713;

WHEREAS Section 4.03 of the Trust Agreement provides that Equipment (as defined therein) transferred to the Trustee in addition to any Equipment specifically described or subjected to the Trust Agreement shall be included as part of the Trust Equipment (as defined therein) by supplement thereto executed by the Trustee and the Company and filed with the Interstate Commerce Commission pursuant to the requirements of Section 20c of the Interstate Commerce Act; and

WHEREAS the parties hereto desire to include additional units of Equipment in Schedule A of the Trust Agreement, to be included in the trust created by the Trust Agreement;

NOW THEREFORE, in consideration of the mutual covenants and promises herein contained, the parties hereto hereby agree as follows:


- (1) Schedule A is hereby supplemented and restated in its entirety as set forth in Exhibit I hereto.
- (2) The Company will promptly cause this Supplement No. 1 to be filed and recorded with the Interstate Commerce Commission pursuant to the requirements of Section 20c of the Interstate Commerce Act.

Except as supplemented hereby, the Trust Agreement shall remain unaltered and in full force and effect.

Any and all notices, requests, certificates and other instruments executed and delivered after the execution and delivery of this Supplement No. 1 may refer to the "Equipment Trust Agreement dated as of September 15, 1978" without making specific reference to this Supplement No. 1, but nevertheless all such references shall be deemed to include this Supplement No. 1 unless the context shall otherwise require.

IN WITNESS WHEREOF, the Company and the Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized, and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

HARRIS TRUST AND SAVINGS BANK  
as Trustee

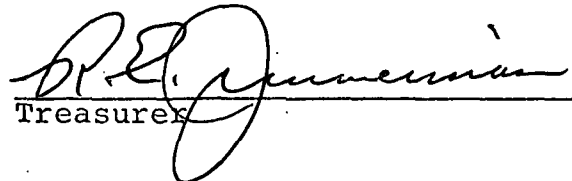
By   
Vice President

(CORPORATE SEAL)

Attest:

  
ASSISTANT SECRETARY

TRAILER TRAIN COMPANY

By   
Treasurer

(CORPORATE SEAL)

Attest:



STATE OF ILLINOIS )  
 ) ss.:  
COUNTY OF COOK )

On this 25<sup>th</sup> day of October, 1978, before me personally appeared  
J. L. SPRENG, to me personally known, who, being by me duly sworn,  
says that he is a Vice President of HARRIS TRUST AND SAVINGS BANK, that  
one of the seals affixed to the foregoing instrument is the corporate  
seal of said corporation, that said instrument was signed and sealed  
on behalf of said corporation by authority of its Board of Directors  
and he acknowledged that the execution of the foregoing instrument was  
the free act and deed of said corporation.

Lanette C. Seay  
Notary Public

(NOTARIAL SEAL)

My Commision Expires November 29, 1980

STATE OF ILLINOIS )  
 ) ss.:  
COUNTY OF COOK )

On this 25<sup>th</sup> day of October, 1978, before me personally appeared  
R. E. Zimmerman, to me personally known, who, being by me duly sworn,  
says that he is the Treasurer of TRAILER TRAIN COMPANY, that one of the  
seals affixed to the foregoing instrument is the corporate seal of said  
corporation, that said instrument was signed and sealed on behalf of  
said corporation by authority of its Board of Directors and he acknowledged  
that the execution of the foregoing instrument was the free act and deed of  
said corporation.

Margaret R. Goly  
Notary Public

(NOTARIAL SEAL)

My Commission Expires July 7, 1982

## SCHEDULE A

<u>Type</u>	<u>Mechanical Designation</u>	<u>Quantity</u>	<u>Company Car Numbers (all inclusive)</u>
<i>ACF Industries, Inc.</i>			
89'4", 70-ton capacity, hydraulic draft gear, flush deck, low level flatcar for autorack service.	FA	63	820536-820547 820549-820599
<i>Bethlehem Steel Corporation</i>			
89'4", 70-ton capacity, hydraulic draft gear, flush deck, all purpose flatcar.	FC	265	978970-979234
<i>Pullman Incorporated (Pullman Standard Division)</i>			
89'4", 70-ton capacity, hydraulic draft gear, flush deck, low level flatcar for autorack service.	FA	448	852821-852910 853061-853418
89'4", 70-ton capacity, hydraulic draft gear, flush deck, all purpose flatcar.	FC	5	973968, 973971 973974, 973975 973981
		<u>781</u>	